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July 11, 2008

Via Hand Delivery:

The Honorable Sue L. Robinson
United States District Court
844 N. King Street, Lock Box 31
Wilmington, DE 19801

Re: BEPCO, L. P. v. 15375 Memorial Corporation, et al., C. A. No. 08-313 (SLR)

Dear Judge Robinson:

This firm is counsel to the Debtors, 15375 Memorial Corporation and Santa Fe Minerals, Inc., which are appellees and cross-appellants in this appeal (the “Debtors”). We write, jointly for the Debtors and, with permission by their counsel, for the other parties to this appeal, GlobalSantaFe Corporation, Entities Holding, Inc., and GlobalSantaFe Corporate Services, Inc. (the “GSF Entities”), in response to Mr. Werkheiser’s letter of this date on behalf of BEPCO, L. P. (“BEPCO”).

We are mindful of the Court’s stated policy regarding letter communications, but feel we must write to advise of our position with respect to Mr. Werkheiser’s letter, because such was not simply delivered to Chambers but was filed with the Court [*see* Docket No. 23], and, at least for now, has been made a part of the Court’s record in this appeal, and also because this is now the second time, in our view, that BEPCO has ignored the Court’s policy regarding letter communications [*see* Docket No. 21].

Debtors and the GSF Entities submit that Mr. Werkheiser’s letter is an improper communication with the Court because it is, in essence, a “disguised supplemental memorandum” containing argument with respect to BEPCO’s pending motion to avoid mediation [*see* Docket No. 14]. BEPCO already has filed a reply in connection with that motion [*see* Docket No. 19]; and, pursuant to Local Rule 7.1.2(b), “no additional papers are to be filed

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absent Court approval.” In addition, Mr. Werkheiser’s letter both (i) attempts, inappropriately, to supplement the record in this appeal (Debtors and the other parties to this appeal have objected to BEPCO’s pending motion to supplement the appeal record [*see* Docket Nos. 16 and 18]), and (ii) addresses issues in a public filing – in connection with mediation – that are to be kept private between the parties to the mediation.

Accordingly, Debtors submit that Mr. Werkheiser’s letter should be disregarded and should be removed from the Court’s record in this appeal.

Respectfully,
STEVENS & LEE, P. C.

/s/ John D. Demmy

John D. Demmy

cc: Gregory W. Werkheiser, Esquire
David Buchbinder, Esquire
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